

JAN 17 2008

:
: **CIVIL ACTION**

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: 07-CIV-8491

: (SHS)

04 925-63557

Kellie M. MacCready
Obermayer Rebmann Maxwell & Hippel LLP
One Penn Center - 19th Floor
1617 John F. Kennedy Boulevard
Philadelphia, PA 19103
(215) 665-3000 (Phone)
(215) 665-3165 (Fax)
kellie.maccready@obermayer.com

Kellie M. MacCready is a member in good standing of the Bar of the States of Delaware, Pennsylvania and New Jersey. Certificates of Good Standing for each jurisdiction are attached hereto as Exhibit A. There are no pending disciplinary proceedings against Kellie M. MacCready in any State or Federal court.

Michael S. Popperman (MP9163)
OBERMAYER REBMANN MAXWELL & HIPPEL LLP
One Penn Center - 19th Floor
1627 John F. Kennedy Boulevard
Philadelphia, PA 19103
(215) 665-3000
Attorney for Defendant, Affiliated Computer Services, Inc.

Dated: 1/7/08

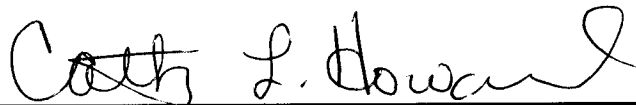
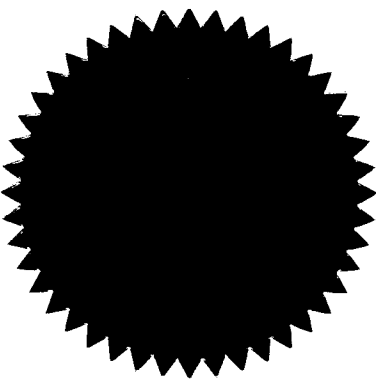
SUPREME COURT OF THE STATE OF DELAWARE

CERTIFICATE OF GOOD STANDING

The Clerk of the Supreme Court of the State of Delaware, the highest Court in the State, certifies that **Kellie Marie MacCready** was admitted to practice as an attorney in the Courts of this State on **December 10, 2004** and is an **active** member of the Bar of the Supreme Court of the State of Delaware in good standing.

IN TESTIMONY WHEREOF,

I have hereunto set my hand and affixed the seal of said Court at Dover this 31st day of December 2007.



Cathy L. Howard
Clerk of the Supreme Court



Supreme Court of Pennsylvania

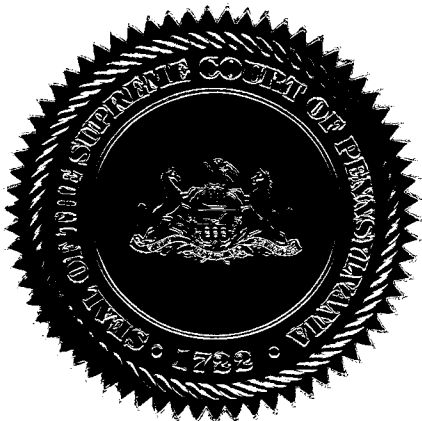
CERTIFICATE OF GOOD STANDING

Kellie Marie MacCready, Esq.

DATE OF ADMISSION


April 20, 2005

The above named attorney was duly admitted to the bar of the Commonwealth of Pennsylvania, and is now a qualified member in good standing.



Witness my hand and official seal

Dated: January 3, 2008


Patricia A. Johnson
Chief Clerk

Supreme Court of New Jersey

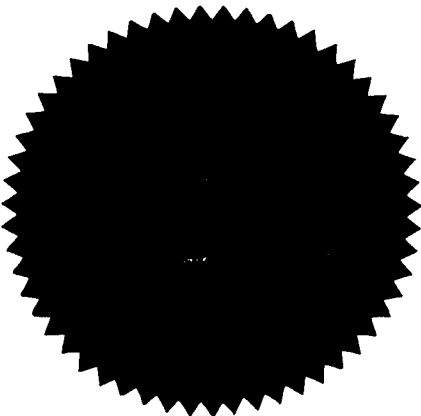


Certificate of Good Standing

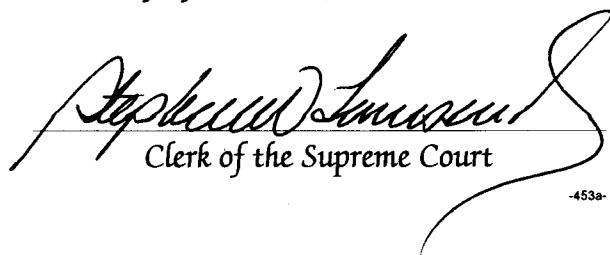
This is to certify that **KELLIE M MAC CREADY**
(No. **001422005**) was constituted and appointed an Attorney at Law of New
Jersey on **May 20, 2005** and, as such,
has been admitted to practice before the Supreme Court and all other courts of this State
as an Attorney at Law, according to its laws, rules, and customs.

I further certify that as of this date, the above-named is an Attorney at Law in
Good Standing. For the purpose of this Certificate, an attorney is in "Good Standing"
if the Court's records reflect that the attorney: 1) is current with all assessments
imposed as a part of the filing of the annual Attorney Registration Statement, including,
but not limited to, all obligations to the New Jersey Lawyers' Fund for Client
Protection; 2) is not suspended or disbarred from the practice of law; 3) has not
resigned from the Bar of this State; and 4) has not been transferred to Disability
Inactive status pursuant to Rule 1:20-12.

*Please note that this Certificate does not constitute confirmation of an attorney's
satisfaction of the administrative requirements of Rule 1:21-1(a) for eligibility to
practice law in this State.*



In testimony whereof, I have
hereunto set my hand and
affixed the Seal of the
Supreme Court, at Trenton, this
3RD day of January , 20 08


Clerk of the Supreme Court

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

A.W. FINANCIAL SERVICES, S.A., as successor in interest to TERTIAIRE INVESTISSEMENT, S.A. Plaintiff,	:	
v.	:	
EMPIRE RESOURCES, INC., et al. Defendants.	:	CIVIL ACTION 07-CIV-8491 (SHS)

**AFFIDAVIT OF MICHAEL S. PEPPERMAN IN SUPPORT
OF MOTION TO ADMIT COUNSEL PRO HAC VICE**

COMMONWEALTH OF PENNSYLVANIA	:	
	:	ss
COUNTY OF PHILADELPHIA	:	

Michael S. Pepperman, being duly sworn, hereby deposes and says as follows:

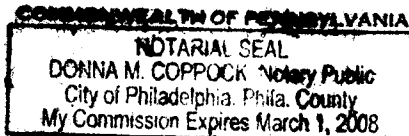
1. I am a partner at Obermayer Rebmann Maxwell & Hoppel LLP, counsel for Defendant, Affiliated Computer Services, Inc. in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Defendant Affiliated Computer Services, Inc.'s motion to admit Kellie M. MacCready as counsel pro hac vice to represent Defendant, Affiliated Computer Services, Inc. in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in 1992. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Kellie M. MacCready since May 2005.
4. I have found Ms. MacCready to be a skilled attorney and a person of integrity. She is experienced in Federal practice and is familiar with the Federal Rules of Procedure.
5. Accordingly, I am pleased to move the admission of Kellie M. MacCready, pro hac vice.
6. I respectfully submit a proposed order granting the admission of Kellie M. MacCready, pro hac vice, which is attached hereto as Exhibit A.

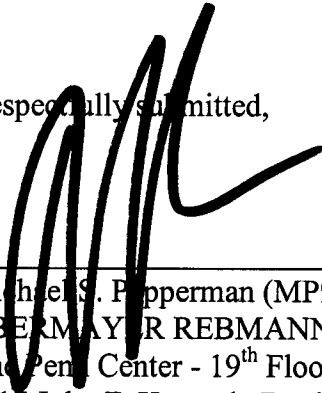
WHEREFORE, it is respectfully requested that the motion to admit Kellie M. MacCready, pro hac vice, to represent Defendant, Affiliated Computer Services, Inc. in the above captioned matter, be granted.

Sworn to and subscribed
before me this 22nd day
of January, 2008.

Donna M. Copcock
Notary Public

Respectfully submitted,





Michael S. Popperman (MP9163)
OBERMAYER REBMANN MAXWELL & HIPPEL LLP
One Penn Center - 19th Floor
1617 John F. Kennedy Boulevard
Philadelphia, PA 19103
(215) 665-3000
Attorney for Defendant, Affiliated Computer Services, Inc.

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

A.W. FINANCIAL SERVICES, S.A., as successor	:	
in interest to TERTIAIRE INVESTISSEMENT, S.A.	:	CIVIL ACTION
Plaintiff,	:	
v.	:	
	:	07-CIV-8491
EMPIRE RESOURCES, INC., et al.	:	(SHS)
Defendants.	:	

ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION

Upon the motion of Michael S. Pepperman, attorney for Defendant, Affiliated Computer Services, Inc. and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Kellie M. MacCready
Obermayer Rebmann Maxwell & Hippel LLP
One Penn Center - 19th Floor
1617 John F. Kennedy Boulevard
Philadelphia, PA 19103
(215) 665-3000 (Phone)
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kellie.maccready@obermayer.com

is admitted to practice pro hac vice as counsel for Defendant, Affiliated Computer Services, Inc. in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. This action has been assigned to the Electronic Case Filing (ECF) system, and counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of Court.

BY THE COURT:

Sidney H. Stein, U.S.D.J.

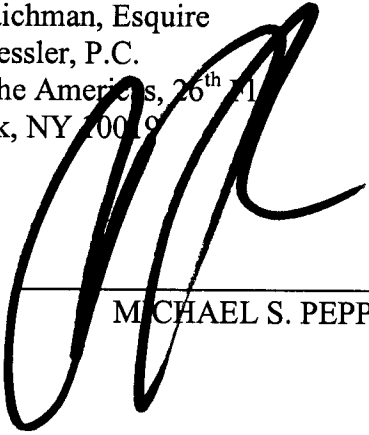
Dated:

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Defendant Affiliated Computer Services, Inc.'s Motion To Admit Counsel Pro Hac Vice and accompanying documents were served upon the following by first class mail on January 7, 2008:

Jon Schuyler Brooks, Esquire
Phillips Nizer LLP
666 5th Avenue
New York, NY 10103

Jeffrey H. Daichman, Esquire
Kane Kessler, P.C.
1350 Avenue of the Americas, 26th Fl.
New York, NY 10019



MICHAEL S. PEPPERMAN

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

A.W. FINANCIAL SERVICES, S.A., as successor in interest to TERTIAIRE INVESTISSEMENT, S.A. Plaintiff,	:	
v.	:	CIVIL ACTION
EMPIRE RESOURCES, INC., et al.	:	07-CIV-8491
Defendants.	:	(SHS)

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IT IS HEREBY ORDERED that

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BY THE COURT:

Sidney H. Stein, U.S.D.J.

Dated: